

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et al.</i> ¹ ,)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
Debtors.)	
)	Re: Docket No. 18895

DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL

Pursuant to Fed. R. Bankr. P. Rule 8006, Anderson Memorial Hospital respectfully submits its Designation of Items to be Included in the Record on Appeal.

¹ The Debtors consist of the following 62 entities: W. R Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Ins., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgracc, Inc., Coalgracc II, Ins., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp, Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B 11 Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe. Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Ins., MICA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Curving, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Designation of Items to be Included in the Record on Appeal

<u>Date</u>	<u>Docket No.</u>	<u>Description</u>
04/02/2001	6	Grace's Informational Brief
06/27/2001	586	Debtors' Motion for Entry of Case Management Order for Establishment of Bar Date, Approval of Proof of Claim Forms and Approval of Notice Program
11/10/2001	1106	Debtors' Consolidated Reply in Support of their Motion for Entry of Case Management Order, Establishment of a Bar Date, Approval of the Claim Forms and Approval of the Notice Program
02/05/2002	1650	Transcript of January 29, 2002 Hearing
2/12/2002	1664	Debtors' Revised Motion as to all Personal Injury Claims for Entry of a Case Management Order, Establishment of a Bar Date, Approval of Claim Forms and of the Notice Program
02/12/2002	1665	Debtors' Revised Motion as to All Non-Asbestos Claims, Asbestos Property Damage and ZAI Claims for Entry of Case Management Order, Establishment of a Bar Date, Approval of the Proof of Claim Forms and of the Notice Program
02/15/2002	1677	Notice of Filing Debtors' Brief regarding Bar Date and Class Notice
03/11/2002	1793	Transcript of February 25, 2002 Hearing
03/13/2002	N/A	Letter of David Bernick to the Honorable Judith K. Fitzgerald
03/27/2002	1912	Transcript of March 18, 2002 Hearing
04/12/2002	1926	Debtor's Notice of Filing Revised Bar Date Notice Plan, Proof of Claim Forms and Related Material
04/12/2002	1927	Debtor's Notice of Filing Exhibit Tabs C & D to Revised Bar Date Notice Plan, Proof of Claim Forms and Related Materials
04/22/2002	1963	Order Establishing a Bar Date for Filing Proof of Claims

04/22/2002	1960	Claims Bar Date Notice Order
04/22/2002	1963	Order Establishing Bar Date for the Filing of Proofs of Claim
05/06/2002	2019	Asbestos Property Damage Committee's Motion for Leave to Appeal the Bar Date Order to the District Court
05/13/2002	2057	Transcript of April 22, 2002 Hearing
05/16/2002	2059	Debtors' Response in Opposition to Asbestos Property Damage Committee's Motion for Leave to Appeal the Bar Date Order to the District Court
06/21/2002	2274	Asbestos Property Damage Committee's Motion to Amend Bar Date Order
07/16/2002	2382-2392	Declaration of Service re: Claims Bar Date Notice Materials (with Exhibits – Dk. Nos. 2383-2392)
08/05/2002	2502-2503	Transcript of July 22, 2002 Hearing
08/16/2002	2555	Order of the District Court Denying Leave to Appeal Bar Date Order
09/23/2002	2745	Amended Order Setting Bar Date for Asbestos PD Claims
03/30/2003	N/A	Claim #9911 Anderson Memorial Hospital Putative Class Claim with Attachments
03/30/2003	N/A	Claim #9914 Anderson Memorial Hospital Class Proof of Claim with Attachments
10/10/2003	4564	Notice of Amended Declaration of Service re: Docket No. 2382
06/21/2004	5860	Status Report of the Official Committee of Asbestos Property Damage Claimants
06/22/2004	5864	Addendum to Status Report of the Official Committee of Asbestos Property Damage Claimants
07/18/2005	9008	Debtors' Motion for Limited Waiver to Permit Filing Omnibus Objection to 2,938 Unauthorized Claims Filed by Speights & Runyan

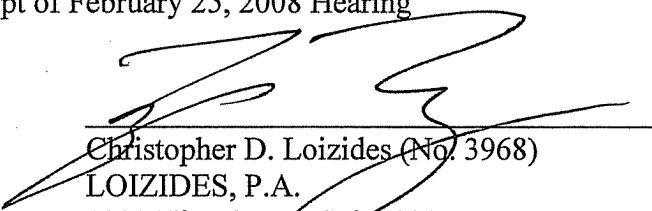
08/16/2005	N/A	Affidavit of Professor John P. Freeman
09/01/2005	9311	Debtor's Thirteenth Omnibus Objection to 2,937 Unauthorized Claims filed by Speights & Runyan
09/01/2005	9315	Debtors' Fifteenth Omnibus Objection to Property Damage Claims
09/07/2005	9349	Transcript of August 29, 2005 Hearing
09/23/2005	9501	Order Granting Certain Relief and Directing Certain Discovery with Respect to Speights & Runyan
10/21/2005	10001	Speights & Runyan's Response to Debtors' Brief in Support of 13 th Omnibus Objection Seeking the Disallowance & Expungement of 1900 Claims filed by Anderson Memorial Hospital
10/21/2005	10014	Anderson Memorial's Motion for Class Certification
11/10/2005	11025	Transcript of October 31, 2005 Hearing
11/10/2005	11035	Scheduling Order Regarding Debtors' Fifteenth Omnibus Objection to Claims
		Anderson Notices of Deposition and Requests for the Production of Documents
11/15/2005	11080	Order Disallowing and Expunging Anderson Memorial-Based Asbestos Property Damage Claims
12/13/2005	11335	Anderson Memorial's Notice of Deposition and Request to Produce to W.R. Grace re: Debtors' knowledge of individualized Notice packages
12/13/2005	11336	Anderson Memorial's Notice of Deposition and Request to Produce to W.R. Grace re: Debtors' knowledge regarding property damage claims and class action proceedings brought by Anderson Memorial through Speights & Runyan
12/13/2005	11337	Anderson Memorial's Notice of Deposition and Request to Produce to W.R. Grace re: Debtors' knowledge of the address, building, location or owners of buildings containing WRG asbestos-containing materials

12/22/2005	11413	Anderson Memorial Hospital's Motion for Limited Relief from Automatic Stay
12/22/2005	11408	Modified Scheduling Order Regarding Certain of Debtors' Fifteenth Omnibus Objections to Claims
12/22/2005	11428	Debtors' Brief in Support of Fifteenth Omnibus Objection to Asbestos Property Damage Claims
12/29/2005	N/A	Confirmation Order and Confirmed Plan of Reorganization <i>IN re: United States Mineral Products Co.</i> , Case No. 01-2471
01/20/2006	11594	Speights and Runyan's Sur-reply in Opposition to Debtors' Thirteenth and Fifteenth Omnibus Objections
01/24/2006	11621	Debtors' Sur-Reply in Support of the Disallowance of 71 Claims for which Speights & Runyan has not Established Authority to File as of the March 31, 2003 Bar Date
01/25/2006	11627	Anderson Memorial Hospital's Reply Memorandum to the Debtors' Brief Regarding the Notice Program and In Support of Class Certification
02/03/2006	11707	Transcript of January 26, 2006 Hearing
02/07/2006	11729	Transcript of January 25, 2006 Hearing
02/03/2006	11709	Anderson Memorial Hospital's Further Memorandum in Opposition to the Debtors' Thirteenth Omnibus Objection: Ratification of Authority by Claimants
04/05/2006	12206	Affidavit of Katherine Kinsella
06/15/2006	N/A	Confirmation Order and Confirmed Plan of Reorganization <i>IN re: United States Gypsum Co.</i> , Case No. 01-2094
08/29/2006	13077	Transcript of August 21, 2006 Hearing
10/03/2006	13342	Transcript of September 25, 2006 Hearing
10/11/2006	13388	Order for Limited Relief from Automatic Stay of Anderson Memorial
11/06/2006	13572	Transcript of October 23, 2006 Omnibus Hearing

11/14/2006	N/A	Record obtained from the South Carolina Circuit Court in Anderson v. W. R. Grace & Co., et al., 92-CP-25-279
12/04/2006	13894	Transcript of November 20, 2006 Omnibus Hearing
12/08/2006	13980	Anderson Memorial Hospital's Motion to Compel Deposition of Debtors' Records Custodian
01/03/2007	14206	Transcript of December 19, 2006 Omnibus Hearing
02/01/2007	14465	Transcript of January 23, 2007 Omnibus Hearing
04/09/2007	15117	Transcript of April 2, 2007 Hearing
04/17/2007	15209	Memorandum Opinion Disallowing and Expunging 71 Claims Filed by Speights & Runyan
04/17/2007	15210	Order Disallowing and Expunging 71 Claims Filed by Speights & Runyan
04/23/2007	15172	Motion to Extend Deadlines
05/23/2007	15786	Transcript of May 8, 2007 Hearing
06/04/2007	15948	Transcript of May 21, 2007 Hearing
06/07/2007	15988	Transcript of May 30, 2007 Hearing
07/31/2007	16449	Transcript of June 25, 2007 Hearing
07/30/2007	16422	Transcript of July 5, 2007 Certification Hearing (including Claimant Exhibits 116-122; 125-127; 133-134; 137-138; 140-142B; 147; 149; 151)
08/10/2007	16532	The South Carolina Class: Anderson's Final Brief in Support of Class Certification of the South Carolina Class
08/10/2007	16530	The Worldwide Class: Anderson's Final Brief in Support of Class Certification of the Putative Non-South Carolina Class
08/10/2007	16533	Anderson Memorial's Memorandum of Law Regarding Class Certification Evidentiary Issues

08/10/2007	16540	Debtor's Post-Hearing Brief in Opposition to Anderson Memorial's Class Certification Motion
11/08/2007	N/A	Confirmation Order and Confirmed Plan of Reorganization <i>In re: Federal Mogul</i> , Case No. 01-10578
01/03/2008	17743	Transcript of December 17, 2007 Omnibus Hearing
04/21/2008	N/A	<i>In re: Celotex Corporation</i> , Case Nos. 90-10016-8G1 and 90-10017-8G1, Order on Asbestos Settlement Trust's Motion Seeking Instructions Regarding Payment of Fifty-two Asbestos Property Damage Claims Submitted by Anderson Memorial Hospital
5/29/2008	18821	Order Denying Class Certification
03/06/2008	18233	Transcript of February 25, 2008 Hearing

DATED: June 19, 2008


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		Re: Docket No. 18895

STATEMENT OF ISSUES PRESENTED ON APPEAL

Pursuant to Fed. R. Bankr. P. Rule 8006, Anderson Memorial Hospital respectfully submits its Statement of Issues Presented on Appeal.

Statement of Issues to Be Presented

A. Whether the Bankruptcy Court erred in refusing to recognize the pre-petition Certification Order of the South Carolina Circuit Court, entered after nine years of pre-petition litigation, which certified a statewide class of asbestos property damage claimants against W.R. Grace & Co.

¹ The Debtors consist of the following 62 entities: W. R Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Ins., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgracc, Inc., Coalgracc II, Ins., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp, Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B 11 Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Ins., MICA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Curving, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

B. Whether the Bankruptcy Court erred in refusing to recognize the class proofs of claim filed by Anderson Memorial Hospital.

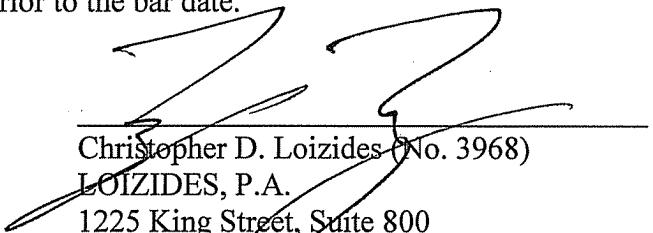
C. Whether the Bankruptcy Court erred in retrospectively finding that the Court had ordered class representatives to seek permission prior to filing a class proof of claim where there is no support for such a requirement in law or the bankruptcy rules and where the written orders of the court and subsequent hearings clearly demonstrate that no such requirement was ever made part of a Court Order.

D. Whether the Bankruptcy Court erred in denying class certification without ruling on the admissibility of evidence of numerosity or allowing that evidence to be proffered by Appellants.

E. Whether the Bankruptcy Court erred in finding on the one hand that it would be unreasonable to require debtors' to mail direct notice of the bar date for filing asbestos property damage claims to the address of all buildings containing the Debtors' asbestos-containing products, while on the other hand, refusing to allow the class representative to conduct discovery regarding the debtor's knowledge of its own sales records and ability to provide direct notice.

F. Whether the Bankruptcy Court erred in finding that the only class members who could be considered under the numerosity requirement of Rule 23, F.R.C.P where those who had filed an authorized individual proof of claim prior to the bar date.

DATED: June 19, 2008


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